



# M/S Nagreeka EXPORTS LIMITED

(STAR TRADING HOUSE RECOGNISED BY GOVT. OF INDIA)

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, KOLKATA - 700 001, INDIA  
Ph. : 2210-8828, 2248-4922/4943, Fax : 91-33-22481693, E-mail : sushil@nagreeka.com



7167

Ref.: NEL/SE/2024-25/

Date- 30/05/2024

<p>To The Deputy General Manager Corporate Relationship Dept. <b>BSE Limited</b> 1st Floor, New Trading Ring Rotunda Building, P. J. Towers Dalal Street Fort Mumbai 400 001 <b>Scrip Code: 521109</b></p>	<p>To The Deputy General Manager Corporate Relationship Dept. <b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051 <b>Scrip Name: NAGREEKEXP</b></p>
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**Sub: Annual Secretarial Compliance Report under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024 issued by M/s. Vivek Mishra & Co, Company Secretaries is enclosed herewith.

This is for your information and record.

Thanking you,

Yours sincerely,

**For Nagreeka Exports Limited**

JYOTI  
SINHA  
BANERJEE  
Digitally signed  
by JYOTI SINHA  
BANERJEE  
Date: 2024.05.30  
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**Jyoti Sinha Banerjee**  
**Company Secretary & Compliance Officer**



# VIVEK MISHRA & Co.

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### SECRETARIAL COMPLIANCE REPORT OF NAGREEKA EXPORTS LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

I/We **Vivek Mishra** have examined:

- (a) all the documents and records made available to us and explanation provided by **NAGREEKA EXPORTS LIMITED** ("the listed entity" or "the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **MARCH 31, 2024** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **To the extent applicable to the Company**
- (c) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **To the extent applicable to the Company**
- (d) the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable to the Company during the Review Period**
- (e) the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable to the Company during the Review Period**
- (g) the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable to the Company during the Review Period**
- (h) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;



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(a) (\*\*) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulation/ circulars/ guide- lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect, As per Reg. 17(1A) of SEBI LODR Regulations, 2015,	As per Reg. 17(1A) of SEBI LODR Regulations, 2015,	Appointment without prior approval of shareholders	NSE	Fine was imposed by NSE	Mr. AMITAVA MAZUMDER is exceeding 75 years during the quarter ended September 30, 2023. Appointment as ID of AMITAVA MAZUMDER made on August 28,2023 and special resolution for the same is passed on Sep 29,2023	75,520 -/-	The Company has filed a waiver application for applicable fine based on the order of SAT in this regulations	The Company has moved for application of waiver based on the SAT order in Nectar life science ltd vs SEBI	-

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended ..... (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation/ deviations and actions taken/ penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
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(a)	No such instances occurred.	NA	NA	NA	NA	NA
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(b) I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	YES	The Company has complied the same.
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li></ul>	YES	The Company has complied the same.
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>The Listed entity is maintaining a functional website</li><li>Timely dissemination of the documents/ information under a separate section on the website</li><li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</li></ul>	YES	The Company has complied the same.
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	None of the Directors are disqualified.





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5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies  (b) Disclosure requirement of material as well as other subsidiaries	YES	The listed entity does not have a material Subsidiary Company and thus disclosure requirements of material subsidiary are not required to be undertaken.  However, the disclosure with respect to the subsidiary of the listed entity has been made.
6.	<b>Preservation of Documents:</b>  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	The Company has complied the same.
7.	<b>Performance Evaluation:</b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	YES	The Company has conducted the performance evaluation of the Board, Independent Directors and the Committees during the year.
8.	<b>Related Party Transactions:</b>  (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	YES	The listed entity has obtained prior approval of Audit Committee for all related party transactions
9.	<b>Disclosure of events or information:</b>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	The Company has complied the same.
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	The Company has complied the same.



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11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>No action(s) has been taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).</p>	YES	<p>SEBI vide its order dated August 25, 2023 (“Order”), has imposed penalty of ₹10.00 lakh on Promoter Sushil Patwari in the matter of Rupa Company Limited (“RCL”). SEBI has alleged that Promoter, Sushil Patwari had traded in the securities of RCL during the period February 1, 2021 to June 30, 2021 on the basis of unpublished price sensitive information and in contravention of the provisions of the Securities and Exchange Board of India Act, 1992 read with the SEBI PIT Regulations. Sushil Patwari has challenged the Order before the Securities and Appellate Tribunal (“SAT”) after making payment of ₹10.00 lakh. The matter is currently pending before SAT</p>
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	NA	<p>The auditor of the listed entity has not resigned during the period under review.</p>
13.	<p><b>Additional Non-compliances, if any:</b></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	YES	NA



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\*Observations / Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

For Vivek Mishra & Co.  
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VIVEK  
MISHRA

Digitally signed by  
VIVEK MISHRA  
Date: 2024.05.30  
21:19:57 +05'30'

CS Vivek Mishra  
Partner

FCS No.: 8540 | COP: 17218

Peer Review No.: 1720/2022

UDIN: F008540F000483685

Date: 30/05/2024  
Place: Kolkata